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Attorneys for Debtors and Debtors-in-Possession

**UNITED STATES BANKRUPTCY COURT
 DISTRICT OF NEVADA**

In re:
 USA COMMERCIAL MORTGAGE
 COMPANY,

Debtor.

In re:
 USA CAPITAL REALTY ADVISORS, LLC,

Debtor.

In re:
 USA CAPITAL DIVERSIFIED TRUST DEED
 FUND, LLC,

Debtor.

In re:
 USA CAPITAL FIRST TRUST DEED FUND,
 LLC,

Debtor.

In re:
 USA SECURITIES, LLC,

Debtor.

Affects:

- ☒ All Debtors
☐ USA Commercial Mortgage Company
☐ USA Securities, LLC
☐ USA Capital Realty Advisors, LLC
☐ USA Capital Diversified Trust Deed Fund, LLC
☐ USA First Trust Deed Fund, LLC

E-FILED ON DECEMBER __, 2006

Case No. BK-S-06-10725 LBR
 Case No. BK-S-06-10726 LBR
 Case No. BK-S-06-10727 LBR
 Case No. BK-S-06-10728 LBR
 Case No. BK-S-06-10729 LBR

Chapter 11

Jointly Administered Under
 Case No. BK-S-06-10725 LBR

**AFFIDAVIT OF GARTH MCBRIDE IN
 SUPPORT OF APPLICATION
 PURSUANT TO FED.R.BANKR. P.
 2014(a) AUTHORIZING THE
 EMPLOYMENT AND RETENTION OF
 BEADLE, MCBRIDE, EVANS &
 REEVES, LLP AS "ORDINARY
 COURSE ACCOUNTANTS"
 (AFFECTS ALL DEBTORS)**

Date: N/A
 Time: N/A

determined that, to the best of my knowledge, the Firm and all of its partners and associates, are disinterested persons as that term is defined in 11 U.S.C. § 101(14) and pursuant to Fed.R.Bankr.P. 2014(a). Except as disclosed herein, to the best of my knowledge, neither the Firm nor any partners or associates of the Firm are connected to, represent, or hold an adverse interest to the Debtors and their creditors and investors, their respective attorneys and accountants, the United States Trustee, the Office of the United States Trustee and its employees, or any other party in interest. Further, except as disclosed herein, to the best of my knowledge, neither the Firm nor any professional employed by this Firm: a) is or was a creditor, an equity security holder, investor, or insider of the Debtors; b) is or was a director, officer, or employee of the Debtors; c) has an interest materially adverse to the interest of the Debtors' bankruptcy estates or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in, the Debtors or for any other reason.

7. The Debtors desire to employ the Firm on an hourly basis. Compensation payable to the Firm will be based upon its normal hourly fees and expenses charged to other clients.

8. The various hourly billing rates for the Firm's accountants and support staff are as follows:

Partners	\$250
Associates	\$190
Staff	\$85 to 165

9. The hourly rates set forth above are subject to periodic adjustments to reflect economic and other conditions, and the Firm may adjusted these rates from time-to-time.

10. The Firm seeks reimbursement for expenses charged by the Firm as follows:

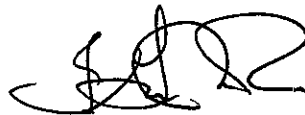
Photocopying	None
Facsimile (Outgoing/Incoming)	None
Postage	Actual Cost
Fedex/USPS	Actual Cost
Long distance telephone calls	Actual Cost

The Firm may adjust these expense rates from time to time.

1 11. The Firm intends to submit its requests for compensation and reimbursement of its
2 expenses in accordance with the Ordinary Course Order. The Firm will only seek and accept
3 compensation from the applicable Debtors' bankruptcy estates pursuant to the Ordinary Course
4 Order.

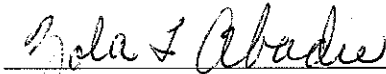
5 12. The Firm has neither shared, nor agreed to share, any compensation for this
6 engagement with any other person except as among the members of the Firm.

7 I declare under penalty of perjury under the laws of the United States of America that the
8 foregoing is true and correct.

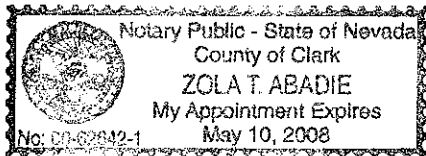
9
10 

GARTH MCBRIDE

11
12 SUBSCRIBED AND SWORN TO
13 before me this 6th day of December, 2006.

14 

15 NOTARY PUBLIC



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EXHIBIT 1



**List of USA Companies that are BMER prepared
12/31/2005**

Cornman Toltec 160 LLC
Eagle Ranch LLC
Happy Valley LLC
Haspinov LLC (in IP)
HMA Sales LLC
HBM Holdings LLC
Housing Partners LLC (in IP)
Institutional Equity Partners LLC
Lucid Land Development LLC
Met Partners LLC
Opaque Land Development LLC
Palomino Partners
Pecos Professional Park LLC
Pecos Professional Property Owners Association
Perusa LLC
Placer County Land Investors LLC
Reno South Meadows LLC
South Meadows Apartments LLC
Tanamera Development LLC
Tanamera Resort Partners LLC
TJA Marketing LLC
Tree Moss Partners LLC (in IP)
Twelve Horses North America LLC
USA Capital Diversified Trust Deed Fund LLC
USA Capital First Trust Deed Fund LLC
USA Capital Realty Advisors LLC
USA Commercial Mortgage Inc
USA Commercial Real Estate Group
USA Development Inc
USA Investment Partners LLC
USA Investors VI LLC (in IP)
USA Securities LLC
Vaudio LLC(in IP)

Vegas Hot Spots LLC (in IP)